

W.R. Grace & Co.-Conn. et al.  
District of Delaware, Bankruptcy Case No. 01-01139

Exhibit A

Debtor:	Settling Parties:	Description of Settlement
W.R. Grace & Co. ("Grace")	Missouri Department of Natural Resources ("MDNR") and Grace	<p>MDNR filed three claims in Grace chapter 11 cases. The filed claims (the "Claims") are as follows: (i) Claim 15180 in the amount of \$30,000 for penalties as a result of alleged violations of Missouri state environmental regulations; (ii) Claim 15181 in an unliquidated amount for environmental clean-up costs and (iii) Claim 15182 in an estimated amount of \$250,000 for natural resources damage. Each of the Claims asserts an unsecured, pre-petition, non-priority claim. Each of the Claims relates to alleged pollution on property owned by Grace located in Jasper County, Missouri, near Joplin, Missouri.</p> <p>The Parties have agreed to settle the three Claims as follows: (a) Grace agrees to allow Claim number 15182 as an unsecured, pre-petition, non-priority claim in the amount of \$80,000.00; (b) MDNR agrees that Claims 15180 and 15181 shall be expunged and disallowed for all purposes; and (c) MDNR agrees that it is forever barred, estopped and enjoined from asserting any additional pre-petition or administrative claims against the Debtors. Notwithstanding the foregoing, the disallowance and expungement of Claim No. 15181 shall not affect MDNR's rights, if any, to pursue post-petition clean-up costs against Grace with respect to any future clean-up obligations that may arise with respect to property owned by Grace.</p>